

MINUTES

ONE HUNDRED SEVENTEENTH MEETING

of the

BOARD of DIRECTORS

of the

MASSACHUSETTS TECHNOLOGY PARK CORPORATION

(OPEN SESSION)

September 25, 2019
Boston, Massachusetts

The One Hundred Seventeenth Meeting of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”) was held on September 25, 2019, at Suite 200, Two Center Plaza, Boston, Massachusetts, pursuant to notice duly given to the Directors and publicly posted on the Mass Tech Collaborative website with corresponding notice provided to the Office of the Secretary of State.

The following Directors were present and participated: Secretary of Housing and Economic Development Jay Ash (represented by Damon Cox of the Executive Office of Housing and Economic Development), Albion Calaj, Anne Margulies, Bogdan Vernescu, Christina Royal, Ernesto DiGiambattista, Jay Desai, Joe Dorant, Julie Chen, Michael Greeley, Paige Fetzner, Pam Reeve, and Alok Tayi.

The following Mass Tech Collaborative staff was present: Carolyn Kirk, Michael Baldino, Lisa Erlandson, Pat Larkin, Ira Moskowitz, Holly Lucas-Murphy, Brian Noyes, Jasmijn Rompa, Brianna Weirs, Jennifer Saubermann, Laurance Stuntz and Kelly Kleanthous.

The following individuals attended the meeting: John Stephan, Executive Office of Finance and Administration.

Mr. Cox observed the presence of a quorum and called the meeting to order at 2:35 p.m.

Agenda Item I Approval of Minutes

Following a period of brief discussion, and upon a motion duly made and seconded, it was unanimously and without abstention VOTED:

The Board of Directors of the Massachusetts Technology Park Corporation hereby adopts the Draft Minutes of the open session of the One Hundred Sixteenth Meeting of the Board of Directors of the Massachusetts Technology Park Corporation held on April 23, 2019, in Boston, Massachusetts, as the formal Minutes thereof.

Agenda Item II Report of the Chairperson

Mr. Cox delivered the report of the Chairperson. He opened the meeting by discussing the eight regional engagement sessions that occurred over the summer, which focused things such as cluster, innovation, life sciences, manufacturing and small business. Ms. Kirk facilitated “deep dive” sessions on advanced manufacturing, digital health and cyber security. In discussing what is and is not working in the Commonwealth, housing and transportation were identified as key issues. Mr. Cox stated that all information from these engagement sessions would be incorporated into the economic development plan coming out of EOHED.

Agenda Item III Report of the Executive Director

Ms. Kirk delivered the report of the Executive Director. She discussed the difficulties in explaining what MassTech does as it is not discussed a lot. Ms. Kirk said that when thinking about how MassTech programs work, the goal is to bring real meaning back to the word “collaborative” in Mass Tech Collaborative.

Ms. Kirk touched on the budget update that would be presented and provided a brief overview of the structure of MassTech. Ms. Kirk then gave a general update for each division. Starting with the John Adams Innovation Institute (“JAII”), Ms. Kirk cited the vertical study, the internship program, and a presence at the Robotics Block Party as current JAII initiatives. Mr. Larkin added other JAII endeavors included networking with industry, working with government to build skills that align with Commonwealth goals, direct support for cluster growth, and large scale collaborative projects.

Ms. Kirk provided an update on the MassCyberCenter, headed by Ms. Helm. Ms. Kirk stated that Ms. Helm is in high demand, and has been invited to the Tech Hub caucus. In addition, Ms. Kirk said that MassTech and the MassCyberCenter would be hosting Cyber Week this year. With municipalities having varying degrees of cyber readiness, Ms. Kirk stated the goal is to teach people how to protect themselves from this very disruptive threat.

Ms. Kirk then provided an update on MeHI, and said that the Governor has rolled out the Commonwealth’s digital health report, with MeHI front and center to carry out six of eight six recommendations. Mr. Stuntz added that one major recommendation is around digital health sandboxes; MassTech has already begun this endeavor, with WPI in

the sandbox network, and more to be announced shortly. Another digital health report recommendation revolves around digital health cyber security, which overlaps with the MassCyberCenter; MeHI is also pushing to move this area forward.

Ms. Kirk discussed M2I2, and the desire to move beyond just funding to an actual advanced manufacturing center. Mr. Moskowitz stated that the Department of Defense has asked Massachusetts to apply for a federal advanced manufacturing grant, which if awarded will greatly bolster state funding. MassTech is currently working with six or seven other entities to put the RFP together.

Ms. Kirk provided an update on MBI. She said the Governor has been briefed on the Last Mile effort, which includes overseeing the installation of 100,000 telephone poles in Western MA. The Governor indicated he wants to see a telephone pole being installed, and will therefore be going to Blandford on October 10 to watch an installation. Mr. Baldino added that as projects are completed we have more events, including getting three final towns, Egremont, Montgomery and Princeton, on contract.

On Corporate matters, Ms. Kirk indicated that the Legal Department would be discussed in Executive Session, and that the Communications Department had been very busy. In HR, Ms. Lucas-Murphy stated that at the recent September 4 2019 Personnel and Government meeting support was expressed to launch an employee engagement program, which HR would look into. Ms. Erlandson indicated that the Finance Department was working on additional tracking tools to manage the budget and projected outcomes, the Westborough campus had been consolidated to two buildings thereby saving costs and improving collaboration, and they were wrapping up the FY 19 audit.

**Agenda Item IV Election of Executive Committee Members and
Corporate Secretary to Fill Vacancies (motion items)**

Mr. Cox stated that at the September 4, 2019 Personnel and Governance meeting it was recommended that Ms. Chen and Ms. Royal be elected to the Executive Committee, and that Ms. Saubermann be elected as Secretary.

Following a period of brief discussion, and upon motions duly made and seconded, it was unanimously and without abstention VOTED:

The Executive Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”), acting pursuant to the authority delegated under Chapter 40J of the General Laws of the Commonwealth, does hereby elect the following Directors to serve on the Executive Committee of the Board of Directors to fill existing vacancies, as recommended by the Personnel and Governance Committee:

- 1. Julie Chen**
- 2. Christina Royal**

Each of the individuals shall serve until a successor is elected.

**The Executive Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”), acting pursuant to the authority delegated under Chapter 40J of the General Laws of the Commonwealth, does hereby appoint the following individual as a Corporate Officer of the Corporation, as recommended by the Personnel and Governance Committee:
Jennifer Saubermann as Secretary**

Ms. Saubermann shall serve until a successor is appointed.

Agenda Item V Massachusetts Broadband Institute – Material Modifications – State Funding Support for Connect America Fund II Federal Award for Massachusetts Broadband Projects (motion item)

Mr. Baldino tabled this Agenda Item V, stating it would be handled in the near future at another meeting.

Agenda Item VI Update – Fiscal Year 2020 Budget for the Massachusetts Technology Collaborative

Ms. Kirk reviewed the FY20 budget, walking members through the September 25, 2019 memo in the board package. She stated that there had been a positive deviation from the two original state appropriation scenarios provided to the Executive Committee on June 13, 2019, resulting in MassTech obtaining a higher level of state appropriations than planned. Ms. Kirk then discussed the material impacts on page 2 of the memo, the effects of which are twofold: a) progress towards sustainability of programs, and b) additional value add to external constituencies. An example used by Ms. Kirk regarding sustainability is the fact that Cybersecurity at MassTech has not been funded for the last three years, and so MassTech has used the Big Data fund for this work. Now that Cybersecurity is funded this year, it allows MassTech to use the Big Data funds for a different purpose. Ms. Kirk stated that while this budget doesn’t address future years, which must be addressed with A&F, this year we are good.

Following a period of brief discussion, and upon motions duly made and seconded, it was unanimously and without abstention VOTED:

The Executive Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“Mass Tech Collaborative”), acting pursuant to the authority delegated by the Board of Directors, does hereby approve the Fiscal Year 2020

budget (“Budget”) in a form that substantially comports with all material elements of the Budget as presented to the Committee. The Committee acknowledges that the Budget includes two state appropriation funding scenarios and the associated impacts on the expense budget, fund balances and other budget elements (“State Appropriation Scenarios”). Furthermore, the Committee hereby delegates to the Executive Director of the Mass Tech Collaborative the authority to approve modifications to the Fiscal Year 2020 budget to reflect adjustments relating to (1) the appropriate allocation between the Fiscal Year 2019 actual results and Fiscal Year 2020 budget following the Fiscal Year 2019 year-end financial closing; and (2) the actual final Fiscal Year 2020 state appropriation amounts; provided that the Executive Director shall notify the Committee of any modifications to reflect actual state appropriation amounts that materially deviate from the State Appropriation Scenarios and shall provide an appropriately detailed description of the modifications and the associated budgetary impact.

Agenda Item VII Innovation Institute – Emerging Tech Sector Study Report Debrief

Mr. Larkin introduced Ms. Rompa as a new addition to MassTech. Ms. Rompa went on to discuss the 144 page study that had been compiled by JAII on the emerging tech sector in MA. Ms. Rompa indicated that the approach taken was to develop a policy paper for each of the seven emerging tech areas (autonomous vehicles, AI, robotics, blockchain, Internet of Things, quantum computing and Fintech), with information gathered from 55 experts, 270 online sources, and two internal workshops at MassTech. After discussing the findings and key points in each tech area, the take-away from the report was as follows: 1) emerging tech is an enormous opportunity for additional growth in the MA innovation economy, 2) the top five areas in terms of priority are, in order, AI, Fintech, robotics, quantum computing, and blockchain, 3) all these areas require different and tailor made approaches, 4) a critical path to develop ‘clusters’ is to always convene industry groups, and 5) we now have early industry-based recommendations from the interviews. It was agreed by the group that MA needs a comprehensive strategy to build these emerging tech areas in MA, we need to tap into existing resources to do this, while keeping in mind issues such as housing and transportation as potential roadblocks for those who want training.

Agenda Item VIII Litigation Strategy Discussion and Related Motions (Executive Session)

Mr. Cox requested that the Board convene in executive session to discuss litigation strategy. Mr. Baldino indicated that roll call needed to be taken first. Mr. Cox, in his capacity as Chairperson, stated that he would call for a roll call vote of the Board of Directors to go into executive session to discuss strategy with respect to matters involving ongoing disputes in which the Mass Tech Collaborative is currently involved, including the litigation with KCST/Axia. He stated that the purpose for meeting in

executive session to discuss these matters is that discussion of the Mass Tech Collaborative's strategy with respect to these matters in an open meeting may have a detrimental effect on the litigating position of the Mass Tech Collaborative.

A roll call vote was taken to go into executive session. Mr. Cox, Mr. Desai, Ms. Royal, Ms. Chen and Mr. Vernescu voted in the affirmative to enter into executive session. All members of the staff that were not needed for the litigation strategy discussion left the room.

The meeting proceeded in executive session at 3:50 p.m. The proceedings that occurred in executive session are addressed in a separate set of meeting minutes.

Mr. Cox, in consultation with the members of the Board of Directors, determined that the executive session should conclude at 4:21 p.m. At that point the meeting proceeded in open session.

There being no other business and upon a motion duly made and seconded, it was unanimously and without abstention voted to adjourn the meeting at 4:26 p.m.

A TRUE COPY

ATTEST: (Secretary)

DATE:

Materials and Exhibits Used at this Meeting:

1. Draft Minutes for the April 23, 2019, Mass Tech Collaborative Board of Directors Meeting
2. Presentation – Executive Director's Report
3. Approval Item- Election of Executive Committee Members and Corporate Secretary to Fill Vacancies (motion items)
4. Approval Item – Massachusetts Broadband Institute – Material Modifications – State Funding Support for Connect America Fund II Federal Award for Massachusetts Broadband Projects (motion item)
5. Approval Item- Update – Fiscal Year 2020 Budget for the Massachusetts Technology Collaborative
6. Approval Item- Innovation Institute – Emerging Tech Sector Study Report Debrief